

Fill in this information to identify the case:

Debtor name Artesian Future Technology, LLC

United States Bankruptcy Court for the: NORTHERN DISTRICT OF CALIFORNIA

Case number (if known) 22-40396-CN

Check if this is an amended filing

Official Form 202

## Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

**WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**

### Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

*Schedule A/B: Assets–Real and Personal Property (Official Form 206A/B)*  
 *Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)*  
 *Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)*  
 *Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)*  
 *Schedule H: Codebtors (Official Form 206H)*  
 *Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)*  
 *Amended Schedule*  
 *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204)*  
 *Other document that requires a declaration*

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 5/4/2022

X /s/ Edward Webb

Signature of individual signing on behalf of debtor

Edward Webb

Printed name

Responsible Individual

Position or relationship to debtor

Fill in this information to identify the case:

Debtor name **Artesian Future Technology, LLC**

United States Bankruptcy Court for the: **NORTHERN DISTRICT OF CALIFORNIA**

Case number (if known) **22-40396-CN**

Check if this is an amended filing

**Official Form 206Sum  
Summary of Assets and Liabilities for Non-Individuals**

**12/15**

**Part 1: Summary of Assets**

**1. Schedule A/B: Assets-Real and Personal Property** (Official Form 206A/B)

**1a. Real property:**

Copy line 88 from *Schedule A/B*..... \$ **0.00**

**1b. Total personal property:**

Copy line 91A from *Schedule A/B*..... \$ **991,024.87**

**1c. Total of all property:**

Copy line 92 from *Schedule A/B*..... \$ **991,024.87**

**Part 2: Summary of Liabilities**

**2. Schedule D: Creditors Who Have Claims Secured by Property** (Official Form 206D)

Copy the total dollar amount listed in Column A, *Amount of claim*, from line 3 of *Schedule D*..... \$ **398,425.00**

**3. Schedule E/F: Creditors Who Have Unsecured Claims** (Official Form 206E/F)

**3a. Total claim amounts of priority unsecured claims:**

Copy the total claims from Part 1 from line 5a of *Schedule E/F*..... \$ **188,599.34**

**3b. Total amount of claims of nonpriority amount of unsecured claims:**

Copy the total of the amount of claims from Part 2 from line 5b of *Schedule E/F*..... +\$ **2,002,583.59**

**4. Total liabilities** .....

Lines 2 + 3a + 3b

\$ **2,589,607.93**

Fill in this information to identify the case:

Debtor name Artesian Future Technology, LLC

United States Bankruptcy Court for the: NORTHERN DISTRICT OF CALIFORNIA

Case number (if known) 22-40396-CN

Check if this is an amended filing

## Official Form 206A/B

### Schedule A/B: Assets - Real and Personal Property

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

**Part 1: Cash and cash equivalents**

1. Does the debtor have any cash or cash equivalents?

No. Go to Part 2.

Yes Fill in the information below.

All cash or cash equivalents owned or controlled by the debtor

Current value of debtor's interest

3. Checking, savings, money market, or financial brokerage accounts (*Identify all*)

Name of institution (bank or brokerage firm) Type of account

Last 4 digits of account number

3.1. Bank of America checking 8864 \$428.15

3.2. PayPal Bank account  \$0.00

4. Other cash equivalents (*Identify all*)

Proceeds from return of security deposit in attorney-client trust account of secured

4.1. creditors Barry and Belinda Katz These proceeds belong to the Debtor.

\$19,511.84

5. Total of Part 1.

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

\$19,939.99

**Part 2: Deposits and Prepayments**

6. Does the debtor have any deposits or prepayments?

No. Go to Part 3.

Yes Fill in the information below.

7. Deposits, including security deposits and utility deposits

Description, including name of holder of deposit

Security deposit paid to E.P. Madigan & Son, Inc., et al., for the lease of the

7.1. nonresidential real property located at 399 Grant Avenue, Oakland, CA.

\$15,000.00

7.2. **Pre-petition retainer paid to Binder & Malter LLP. Retainer is subject to an Attorney Client Fee Agreement including security retainer.** \$108,879.72

7.3. **Pre-petition retainer paid to BPM LLP** \$103,065.88

8. **Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent**  
Description, including name of holder of prepayment

9. **Total of Part 2.** \$226,945.60  
Add lines 7 through 8. Copy the total to line 81.

**Part 3: Accounts receivable**

10. Does the debtor have any accounts receivable?

No. Go to Part 4.  
 Yes Fill in the information below.

11. **Accounts receivable**

11b. Over 90 days old:	<u>20,500.00</u>	-	<u>0.00</u>	=....	<u>\$20,500.00</u>
	face amount		doubtful or uncollectible accounts		

12. **Total of Part 3.** \$20,500.00  
Current value on lines 11a + 11b = line 12. Copy the total to line 82.

**Part 4: Investments**

13. Does the debtor own any investments?

No. Go to Part 5.  
 Yes Fill in the information below.

	Valuation method used for current value	Current value of debtor's interest
14. Mutual funds or publicly traded stocks not included in Part 1 Name of fund or stock:		
15. Non-publicly traded stock and interests in incorporated and unincorporated businesses, including any interest in an LLC, partnership, or joint venture Name of entity:	% of ownership	
15.1. <u>The Debtor formed a new corporate entity, Artesian Builds Inc., a Delaware C corporation, for purposes of acting as a holding company of the Debtor and issuing new shares of stock. However, the new entity was never capitalized or operated, and is simply a corporate shell.</u>	<u>100</u> %	<u>Unknown</u>

16. **Government bonds, corporate bonds, and other negotiable and non-negotiable instruments not included in Part 1**  
Describe:

Debtor Artesian Future Technology, LLC  
Name

Case number (*If known*) 22-40396-CN

17. **Total of Part 4.**

Add lines 14 through 16. Copy the total to line 83.

\$0.00

**Part 5: Inventory, excluding agriculture assets**

18. Does the debtor own any inventory (excluding agriculture assets)?

No. Go to Part 6.

Yes Fill in the information below.

General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
---------------------	-------------------------------------	----------------------------------------------------------	-----------------------------------------	------------------------------------

19. **Raw materials**

20. **Work in progress**

21. **Finished goods, including goods held for resale**

22. **Other inventory or supplies**

**Inventory (Oakland).**

This inventory consists of (a) computer materials and parts for personal computer construction of \$156,255.00 and (b) work in progress, partially constructed personal computer units of \$237,006.28.

Unknown

N/A

\$393,261.28

**Inventory (North Carolina)** This inventory is being stored at Medical Moving Solutions, LLC, 1001 Hill Drive, Suite 170, Durham, North Carolina. (See attached Exhibit "A" for a description of the property.)

4/7/2022

Unknown

N/A

\$274,735.00

23. **Total of Part 5.**

Add lines 19 through 22. Copy the total to line 84.

\$667,996.28

24. **Is any of the property listed in Part 5 perishable?**

No

Yes

25. **Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?**

No

Yes. Book value

Valuation method

Current Value

26. **Has any of the property listed in Part 5 been appraised by a professional within the last year?**

No

Yes

**Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)**

## 27. Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?

No. Go to Part 7.  
 Yes Fill in the information below.

Part 7: **Office furniture, fixtures, and equipment; and collectibles**

## 38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?

No. Go to Part 8.  
 Yes Fill in the information below.

	General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
39.	<b>Office furniture</b> <b>Office furniture (Oakland)</b>	<u>Unknown</u>	<u>N/A</u>	<u>Unknown</u>
40.	<b>Office fixtures</b>			
41.	<b>Office equipment, including all computer equipment and communication systems equipment and software</b> <b>Office Computers and equipment (Oakland)</b>	<u>Unknown</u>	<u>N/A</u>	<u>\$24,613.00</u>
42.	<b>Collectibles</b> Examples: Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles			
43.	<b>Total of Part 7.</b> Add lines 39 through 42. Copy the total to line 86.			<u>\$24,613.00</u>
44.	<b>Is a depreciation schedule available for any of the property listed in Part 7?</b>			
	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes			
45.	<b>Has any of the property listed in Part 7 been appraised by a professional within the last year?</b>			
	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes			

Part 8: **Machinery, equipment, and vehicles**

## 46. Does the debtor own or lease any machinery, equipment, or vehicles?

No. Go to Part 9.  
 Yes Fill in the information below.

	General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
47.	<b>Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles</b>			
48.	<b>Watercraft, trailers, motors, and related accessories</b> Examples: Boats, trailers, motors, floating homes, personal watercraft, and fishing vessels			
49.	<b>Aircraft and accessories</b>			
50.	<b>Other machinery, fixtures, and equipment (excluding farm</b>			

Debtor Artesian Future Technology, LLC

Name

Case number (*If known*) 22-40396-CN**machinery and equipment**Machinery, fixtures used in trade (Oakland)Unknown N/AUnknown**Office equipment and furniture (North Carolina) (See attached Exhibit "B")**Unknown N/A\$31,030.00**51. Total of Part 8.**

Add lines 47 through 50. Copy the total to line 87.

\$31,030.00**52. Is a depreciation schedule available for any of the property listed in Part 8?**

No  
 Yes

**53. Has any of the property listed in Part 8 been appraised by a professional within the last year?**

No  
 Yes

**Part 9: Real property****54. Does the debtor own or lease any real property?**

No. Go to Part 10.  
 Yes Fill in the information below.

**55. Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest**

Description and location of property	Nature and extent of debtor's interest in property	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building, if available.)				

**55.1. Lease of the nonresidential real property located at 399 Grand Avenue, Oakland, CA. Lease commenced on March 15, 2021 and terminated on March 14, 2022.**

LeaseholdUnknown\$0.00**56. Total of Part 9.**Add the current value on lines 55.1 through 55.6 and entries from any additional sheets.  
Copy the total to line 88.\$0.00**57. Is a depreciation schedule available for any of the property listed in Part 9?**

No  
 Yes

**58. Has any of the property listed in Part 9 been appraised by a professional within the last year?**

No  
 Yes

**Part 10: Intangibles and intellectual property**

Debtor Artesian Future Technology, LLC  
Name

Case number (*If known*) 22-40396-CN

**59. Does the debtor have any interests in intangibles or intellectual property?**

No. Go to Part 11.  
 Yes Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
---------------------	----------------------------------------------------------	-----------------------------------------	------------------------------------

60. **Patents, copyrights, trademarks, and trade secrets**

61. **Internet domain names and websites**

www.artesianbuilds.com

Unknown

N/A

Unknown

www.artesianfuturetechnology.com

Unknown

N/A

Unknown

62. **Licenses, franchises, and royalties**

63. **Customer lists, mailing lists, or other compilations**

64. **Other intangibles, or intellectual property**

**Business names of Artesian Builds, Artesian Future Technology**

Unknown

Unknown

65. **Goodwill**

66. **Total of Part 10.**

Add lines 60 through 65. Copy the total to line 89.

\$0.00

67. **Do your lists or records include personally identifiable information of customers** (as defined in 11 U.S.C. §§ 101(41A) and 107)?

No  
 Yes

68. **Is there an amortization or other similar schedule available for any of the property listed in Part 10?**

No  
 Yes

69. **Has any of the property listed in Part 10 been appraised by a professional within the last year?**

No  
 Yes

**Part 11: All other assets**

70. **Does the debtor own any other assets that have not yet been reported on this form?**

Include all interests in executory contracts and unexpired leases not previously reported on this form.

No. Go to Part 12.  
 Yes Fill in the information below.

**Current value of debtor's interest**

71. **Notes receivable**

Description (include name of obligor)

72. **Tax refunds and unused net operating losses (NOLs)**

Description (for example, federal, state, local)

73. **Interests in insurance policies or annuities**

Debtor Artesian Future Technology, LLC

Name

Case number (*If known*) 22-40396-CN

74. Causes of action against third parties (whether or not a lawsuit has been filed)

75. Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to set off claims

Debtor is investigating whether it has potential claims against former employees/managers Nicholas Dankner and Brian Quinlivan, including but not limited to claims for paying personal expenditures with the Debtor's assets/credit cards.

Unknown

Nature of claim

Amount requested

\$0.00

Debtor believes that former employees upon their termination removed personal property of the Debtor from its Durham, North Carolina facility. Debtor's best estimate of the value of the property removed is approximately \$9,100 consisting of a refrigerator, tools, parts, monitor, an iPad and 3 personal computers.

Debtor has no information as to which employees were involved and therefore has not filed a police report.

Unknown

Nature of claim

Amount requested

\$0.00

76. Trusts, equitable or future interests in property

77. Other property of any kind not already listed *Examples:* Season tickets, country club membership

78. Total of Part 11.

Add lines 71 through 77. Copy the total to line 90.

\$0.00

79. Has any of the property listed in Part 11 been appraised by a professional within the last year?

No

Yes

Part 12: **Summary****In Part 12 copy all of the totals from the earlier parts of the form**

Type of property	Current value of personal property	Current value of real property
80. <b>Cash, cash equivalents, and financial assets.</b> <i>Copy line 5, Part 1</i>	<u>\$19,939.99</u>	
81. <b>Deposits and prepayments.</b> <i>Copy line 9, Part 2.</i>	<u>\$226,945.60</u>	
82. <b>Accounts receivable.</b> <i>Copy line 12, Part 3.</i>	<u>\$20,500.00</u>	
83. <b>Investments.</b> <i>Copy line 17, Part 4.</i>	<u>\$0.00</u>	
84. <b>Inventory.</b> <i>Copy line 23, Part 5.</i>	<u>\$667,996.28</u>	
85. <b>Farming and fishing-related assets.</b> <i>Copy line 33, Part 6.</i>	<u>\$0.00</u>	
86. <b>Office furniture, fixtures, and equipment; and collectibles.</b> <i>Copy line 43, Part 7.</i>	<u>\$24,613.00</u>	
87. <b>Machinery, equipment, and vehicles.</b> <i>Copy line 51, Part 8.</i>	<u>\$31,030.00</u>	
88. <b>Real property.</b> <i>Copy line 56, Part 9.....&gt;</i>		<u>\$0.00</u>
89. <b>Intangibles and intellectual property.</b> <i>Copy line 66, Part 10.</i>	<u>\$0.00</u>	
90. <b>All other assets.</b> <i>Copy line 78, Part 11.</i>	<u>\$0.00</u>	
91. <b>Total.</b> Add lines 80 through 90 for each column	<u><b>\$991,024.87</b></u>	+ 91b. <u><b>\$0.00</b></u>
92. <b>Total of all property on Schedule A/B.</b> Add lines 91a+91b=92		<u><b>\$991,024.87</b></u>

Item	Price	Quantity	Total	274835
<b>Cases</b>				
NZXT h510 case	100	3	400	
Nzxt h510 elite case	165	3	495	
Deepcool matrexx 70 case	105	43	4515	
deepcool matrexx 50/500 model case	70	11	770	
MSI codex case	70	64	4480	
Lancool mesh 2 case	175	3	525	
TuF ASUS GT501 case	185	4	740	
Enthoo 710 Phanteks case	200	2	400	
Corsair 4000D case	100	16	1600	
corsair 5000D case	150	4	600	
fractal meshify case	100	1	100	
fractal torrent case	200	1	200	
azza pyramid case	390	2	780	
cooler master cosmos case	500	1	500	
Lian li 011D mini case	130	32	4160	
lian li 011d regular size	175	8	1400	
lian li 011D XL	200	12	2400	
phanteks evolv x	200	1	200	
<b>Random customized cases</b>	200	22	4400	
			0	0
<b>CPUs</b>				
Ryzen 5 3600	210	11	2310	
Ryzen 9 5900	475	36	17100	
intel i9 10900k	440	10	4400	
10700k	350	25	8750	
11600k	225	15	3375	
i3 10400	100	4	400	
i3 10100	100	100	10000	
i7 11700k	325	21	6825	
i5 12600k	250	28	7000	
i7 12700k	375	20	7500	
<b>PSU</b>			0	
Evga 500W bronze psu	80	88	7040	
evga 850W g5 psu	110	16	1760	
asus rog strix LC 360 cooler	200	4	800	
Gigabyte fire hazard horrible 750w psu	100	90	9000	
seasonic amp 650W gold psu	90	3	270	
EVGA 750W GT	100	11	1100	
EVGA 650GT	90	8	720	

EVGA 750W GQ	100	3	300
EVGA 650W GA	100	12	1200
EVGA 650W GQ	100	8	800
evga 850W GQ	120	4	480
evga 550W GA	80	1	80
NZXT 850W	100	1	100
evga 1000W G5	150	1	150
EVGA 550W GM	100	36	3600
evga 750W GM SFX	150	5	750
EVGA 850 GM SFX	175	6	1050

### **Motherboards**

Tuf X570 asus wifi	200	47	9400
Gigabyte aorus X570 elite wifi	180	22	3960
ASUS X570 pro prime	230	10	2300
ROG strix b550F board	170	3	510
MSI b550M pro board	120	30	3600
ASUS Z690 A prime	250	4	1000
ASUS b560 prime plus	180	35	6300
ASUS b660 prime D4	200	18	3600
MSI Z590 A pro	185	2	370
MSI Z490 A pro	175	1	175
TUF Z590+ wifi asus	200	29	5800
z590 gigabyte UD	150	49	7350
asus z590 prime A	200	8	1600
ASUS maximus apex XIII	500	3	1500

0

0

### **AIO coolers and air coolers**

ASus ryujin II 360 cooler	300	12	3600
asus ryujin II 240 cooler	225	5	1125
asus strix LC360 cooler	200	4	800
Vetro V5 white and black variants	40	49	1960
dark rock pro 4 air cooler BE QUIET br	100	6	600
noctua air cooler	100	2	200
H150 elite capellix BLACK	185	37	6845
H150 elite capellix WHITE	190	17	3230
H115 elite black capellix	145	49	7105
deepcool castle 360EX cooler	150	24	3600
deepcool castle 120R	85	10	850

0

0

### **RAM**

Tforce 3200mhz+ 16gb kit	85	58	4930
--------------------------	----	----	------

0

0

PNY XLR8 3200mhz+ 16gb kit	85	82	6970
XLR8 3600mhz 32gb kit	150	25	3750
XLR8 3200mhz non-rgb 32gb kit	140	30	4200
		0	
		0	
<b>GPUs</b>		0	
Zotac 3080	1500	4	6000
Zotac 3080ti	1800	1	1800
EVGA 3060ti XC 3	900	3	2700
Gigabyte 3060ti	900	1	900
Sapphire toxic 6900xt	2500	1	2500
EVGA rtx 2060	400	14	5600
evga gtx 1650	290	5	1450
evga gtx 1660ti	325	2	650
PNY 3060	400	15	6000
		0	
		0	
		0	
<b>DRIVES</b>		0	
PNY 500gb gen 3	60	60	3600
PNY 1tb gen 3	120	7	840
PNY 500gb sata ssd	60	3	180
western digital ssd 500gb	60	2	120
Seagate hard disc 4tb	100	20	2000
seagate hard disc 2tb	80	40	3200
		0	
<b>RANDOM</b>		0	
Corsair QL 120MM white	30	100	3000
corsair ql 120mm black	30	150	4500
Fans without RGB	5	100	500
noctua fans	25	6	150
rgb tubes for aio	66	40	2640
cable extensions	30	40	1200
RGB cable extensions	75	30	2250
Misc cable extension pieces	30	10	300

Item	Price	Quantity	Total	274835
<b>Cases</b>				
NZXT h510 case	100	3	400	
Nzxt h510 elite case	165	3	495	
Deepcool matrexx 70 case	105	43	4515	
deepcool matrexx 50/500 model case	70	11	770	
MSI codex case	70	64	4480	
Lancool mesh 2 case	175	3	525	
TuF ASUS GT501 case	185	4	740	
Enthoo 710 Phanteks case	200	2	400	
Corsair 4000D case	100	16	1600	
corsair 5000D case	150	4	600	
fractal meshify case	100	1	100	
fractal torrent case	200	1	200	
azza pyramid case	390	2	780	
cooler master cosmos case	500	1	500	
Lian li 011D mini case	130	32	4160	
lian li 011d regular size	175	8	1400	
lian li 011D XL	200	12	2400	
phanteks evolv x	200	1	200	
<b>Random customized cases</b>	200	22	4400	
			0	0
<b>CPUs</b>				
Ryzen 5 3600	210	11	2310	
Ryzen 9 5900	475	36	17100	
intel i9 10900k	440	10	4400	
10700k	350	25	8750	
11600k	225	15	3375	
i3 10400	100	4	400	
i3 10100	100	100	10000	
i7 11700k	325	21	6825	
i5 12600k	250	28	7000	
i7 12700k	375	20	7500	
<b>PSU</b>			0	
Evga 500W bronze psu	80	88	7040	
evga 850W g5 psu	110	16	1760	
asus rog strix LC 360 cooler	200	4	800	
Gigabyte fire hazard horrible 750w psu	100	90	9000	
seasonic amp 650W gold psu	90	3	270	
EVGA 750W GT	100	11	1100	
EVGA 650GT	90	8	720	

EVGA 750W GQ	100	3	300
EVGA 650W GA	100	12	1200
EVGA 650W GQ	100	8	800
evga 850W GQ	120	4	480
evga 550W GA	80	1	80
NZXT 850W	100	1	100
evga 1000W G5	150	1	150
EVGA 550W GM	100	36	3600
evga 750W GM SFX	150	5	750
EVGA 850 GM SFX	175	6	1050

### **Motherboards**

Tuf X570 asus wifi	200	47	9400
Gigabyte aorus X570 elite wifi	180	22	3960
ASUS X570 pro prime	230	10	2300
ROG strix b550F board	170	3	510
MSI b550M pro board	120	30	3600
ASUS Z690 A prime	250	4	1000
ASUS b560 prime plus	180	35	6300
ASUS b660 prime D4	200	18	3600
MSI Z590 A pro	185	2	370
MSI Z490 A pro	175	1	175
TUF Z590+ wifi asus	200	29	5800
z590 gigabyte UD	150	49	7350
asus z590 prime A	200	8	1600
ASUS maximus apex XIII	500	3	1500

0

0

### **AIO coolers and air coolers**

ASus ryujin II 360 cooler	300	12	3600
asus ryujin II 240 cooler	225	5	1125
asus strix LC360 cooler	200	4	800
Vetro V5 white and black variants	40	49	1960
dark rock pro 4 air cooler BE QUIET br	100	6	600
noctua air cooler	100	2	200
H150 elite capellix BLACK	185	37	6845
H150 elite capellix WHITE	190	17	3230
H115 elite black capellix	145	49	7105
deepcool castle 360EX cooler	150	24	3600
deepcool castle 120R	85	10	850

0

0

### **RAM**

Tforce 3200mhz+ 16gb kit	85	58	4930
--------------------------	----	----	------

0

0

PNY XLR8 3200mhz+ 16gb kit	85	82	6970
XLR8 3600mhz 32gb kit	150	25	3750
XLR8 3200mhz non-rgb 32gb kit	140	30	4200
		0	
		0	
<b>GPUs</b>		0	
Zotac 3080	1500	4	6000
Zotac 3080ti	1800	1	1800
EVGA 3060ti XC 3	900	3	2700
Gigabyte 3060ti	900	1	900
Sapphire toxic 6900xt	2500	1	2500
EVGA rtx 2060	400	14	5600
evga gtx 1650	290	5	1450
evga gtx 1660ti	325	2	650
PNY 3060	400	15	6000
		0	
		0	
		0	
<b>DRIVES</b>		0	
PNY 500gb gen 3	60	60	3600
PNY 1tb gen 3	120	7	840
PNY 500gb sata ssd	60	3	180
western digital ssd 500gb	60	2	120
Seagate hard disc 4tb	100	20	2000
seagate hard disc 2tb	80	40	3200
		0	
<b>RANDOM</b>		0	
Corsair QL 120MM white	30	100	3000
corsair ql 120mm black	30	150	4500
Fans without RGB	5	100	500
noctua fans	25	6	150
rgb tubes for aio	66	40	2640
cable extensions	30	40	1200
RGB cable extensions	75	30	2250
Misc cable extension pieces	30	10	300

Fill in this information to identify the case:

Debtor name Artesian Future Technology, LLC

United States Bankruptcy Court for the: NORTHERN DISTRICT OF CALIFORNIA

Case number (if known) 22-40396-CN

Check if this is an amended filing

Official Form 206D

## Schedule D: Creditors Who Have Claims Secured by Property

12/15

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.  
 Yes. Fill in all of the information below.

**Part 1: List Creditors Who Have Secured Claims**

2. List in alphabetical order all creditors who have secured claims. If a creditor has more than one secured claim, list the creditor separately for each claim.

		Column A Amount of claim	Column B Value of collateral that supports this claim
2.1	<b>Barry and Belinda Katz</b> Creditor's Name <u>c/o 5410 Trinity Road, Suite 230</u> <u>Raleigh, NC 27607</u> Creditor's mailing address	Describe debtor's property that is subject to a lien <b>Personal property and equipment of every kind including proceeds, etc. Blanket lien on all assets.</b>	<b>\$398,425.00</b> Do not deduct the value of collateral. <b>\$393,261.28</b>
	Creditor's email address, if known  <b>Date debt was incurred</b> <b>April 6, 2022</b> Last 4 digits of account number	Describe the lien <b>UCC-1 filings in North Carolina and California</b> Is the creditor an insider or related party? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes Is anyone else liable on this claim? <input type="checkbox"/> No <input type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H)	  <b>As of the petition filing date, the claim is:</b> Check all that apply <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed
2.2	<b>Binder &amp; Malter LLP</b> Creditor's Name  <u>2775 Park Avenue</u> <u>Santa Clara, CA 95050</u> Creditor's mailing address	Describe debtor's property that is subject to a lien <b>Initial retainer</b>	<b>Unknown</b> <b>Unknown</b>
	Creditor's email address, if known  <b>Date debt was incurred</b> <b>April 22, 2022</b> Last 4 digits of account number	Describe the lien <b>Security Retainer Agreement</b> Is the creditor an insider or related party? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes Is anyone else liable on this claim? <input type="checkbox"/> No <input type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H)	  <b>As of the petition filing date, the claim is:</b> Check all that apply

Name

No  
 Yes. Specify each creditor, including this creditor and its relative priority.

Contingent  
 Unliquidated  
 Disputed

2.3 Navitas Credit Corp.

Creditor's Name

**201 Executive Center Drive  
Ste. 100  
Columbia, SC 29210**

Creditor's mailing address

Creditor's email address, if known

Date debt was incurred

**22/1/21**

Last 4 digits of account number

Do multiple creditors have an interest in the same property?

No  
 Yes. Specify each creditor, including this creditor and its relative priority.

Describe debtor's property that is subject to a lien

**Dealer Inv #243559 - Collateral is unknown.**UnknownUnknown

Describe the lien

**UCC-1 filing**

Is the creditor an insider or related party?

No  
 Yes

Is anyone else liable on this claim?

No  
 Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)

As of the petition filing date, the claim is:

Check all that apply

Contingent  
 Unliquidated  
 Disputed

3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any.

**\$398,425.00****Part 2: List Others to Be Notified for a Debt Already Listed in Part 1**

List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for secured creditors.

If no others need to be notified for the debts listed in Part 1, do not fill out or submit this page. If additional pages are needed, copy this page.

Name and address

On which line in Part 1 did you enter the related creditor?

Last 4 digits of account number for this entity

**Caleb Baskin, Esq.  
Baskin & Fowler  
101 Cooper Street  
Santa Cruz, CA 95060**

Line 2.1

**Corporation Service Company  
801 Adlai Stevenson Drive  
Springfield, IL 62703**

Line 2.3

Fill in this information to identify the case:

Debtor name Artesian Future Technology, LLC

United States Bankruptcy Court for the: NORTHERN DISTRICT OF CALIFORNIA

Case number (if known) 22-40396-CN

Check if this is an amended filing

## Official Form 206H Schedule H: Your Codebtors

12/15

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

### 1. Do you have any codebtors?

No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.  
 Yes

2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, **Schedules D-G**. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

Column 1: **Codebtor**

Column 2: **Creditor**

Name

Mailing Address

Name

Check all schedules that apply:

2.1 **Noah Katz**

c/o Belinda Novik  
5801 Chapel Hill  
Chapel Hill, NC 27514  
Personal guaranty of lease

**E.P. Madigan & Sons, Inc., et al.**

D \_\_\_\_\_  
 E/F \_\_\_\_\_  
 G 2.4

Fill in this information to identify the case:

Debtor name **Artesian Future Technology, LLC**

United States Bankruptcy Court for the: **NORTHERN DISTRICT OF CALIFORNIA**

Case number (if known) \_\_\_\_\_

Check if this is an amended filing

## Official Form 207

### Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

04/22

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

#### Part 1: Income

##### 1. Gross revenue from business

None.

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year

Sources of revenue  
Check all that apply

Gross revenue  
(before deductions and exclusions)

From the beginning of the fiscal year to filing date:  
From **1/01/2022** to **Filing Date**

Operating a business  
 Other \_\_\_\_\_

**\$2,723,596.74**

For prior year:  
From **1/01/2021** to **12/31/2021**

Operating a business  
 Other \_\_\_\_\_

**\$17,353,758.00**

For year before that:  
From **1/01/2020** to **12/31/2020**

Operating a business  
 Other \_\_\_\_\_

**\$1,781,377.00**

##### 2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

None.

Description of sources of revenue

Gross revenue from each source  
(before deductions and exclusions)

#### Part 2: List Certain Transfers Made Before Filing for Bankruptcy

##### 3. Certain payments or transfers to creditors within 90 days before filing this case

List payments or transfers--including expense reimbursements--to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$7,575. (This amount may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

None.

Creditor's Name and Address

Dates

Total amount of value

Reasons for payment or transfer  
Check all that apply

See attached list marked as Exhibit 1.

##### 4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed

or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$7,575. (This amount may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

None.

Insider's name and address Relationship to debtor	Dates	Total amount of value	Reasons for payment or transfer
4.1. <b>Noah Katz</b> c/o Belinda Novik 5801 Chapel Hill Chapel Hill, NC 27514 President	See attached Exhibit B	\$199,286.52	Payroll, bonus and expense reimbursement.
4.2. <b>Brian Quinlivan</b> 10629 Woodbridge St, Unit 207 North Hollywood, CA 91602 Person in control	See attached Exhibit A	\$84,162.37	Payroll, bonus and expense reimbursement.
4.3. <b>Nicholas Dankner</b> 19203 Spring Meadow Drive Chapel Hill, NC 27517 Person in control	See attached Exhibit C.	\$77,823.83	Payroll and reimbursement of expenses.

#### 5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

None

Creditor's name and address	Describe of the Property	Date	Value of property
-----------------------------	--------------------------	------	-------------------

#### 6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
<b>BREX</b> 405 Howard Street Suite 200 San Francisco, CA 94105	The Debtor believes that BREX setoff its bank account on one or more occasions in 2022 and is currently investigating those actions. Last 4 digits of account number: <u>8864</u>	2022	Unknown

#### Part 3: Legal Actions or Assignments

#### 7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

None.

Case title Case number	Nature of case	Court or agency's name and address	Status of case
7.1. <b>Angel Klett v. Debtor</b> 202414	<b>Wage and Hour Act complaint</b>	<b>North Carolina Department of Labor 1101 Mail Service Center Raleigh, NC 27699</b>	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded

Case title Case number	Nature of case	Court or agency's name and address	Status of case
7.2. <b>Patrick Ross v. Debtor</b> 202325	<b>Wage and Hour Act complaint</b>	<b>North Carolina Department of Labor 1101 Mail Service Center Raleigh, NC 27699</b>	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.3. <b>Wells Coalfleet III v. Debtor</b> 202407	<b>Wage and Hour Act complaint</b>	<b>North Carolina Department of Labor 1101 Mail Service Center Raleigh, NC 27699</b>	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.4. <b>Adrian Gilliam v. Debtor</b> 202413	<b>Wage and Hour Act complaint</b>	<b>North Carolina Department of Labor 1101 Mail Service Center Raleigh, NC 27699</b>	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.5. <b>Tung Vu v. Debtor</b> 202308	<b>Wage and Hour Act complaint</b>	<b>North Carolina Department of Labor 1101 Mail Service Center Raleigh, NC 27699</b>	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.6. <b>Adam Mahjoub v. Debtor</b>	<b>Wage Audit - Quarter Wage</b>	<b>North Carolina Department of Commerce Division of Employment Security 1101 Mail Service Center Raleigh, NC 27699</b>	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded

**8. Assignments and receivership**

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

None

**Part 4: Certain Gifts and Charitable Contributions****9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000**

None

Recipient's name and address	Description of the gifts or contributions	Dates given	Value
------------------------------	-------------------------------------------	-------------	-------

**Part 5: Certain Losses****10. All losses from fire, theft, or other casualty within 1 year before filing this case.**

None

Description of the property lost and how the loss occurred	Amount of payments received for the loss	Dates of loss	Value of property lost
	<p>If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received.</p> <p>List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).</p>		

Description of the property lost and how the loss occurred	Amount of payments received for the loss	Dates of loss	Value of property lost
<p><b>Debtor believe that former employees upon their termination removed personal property of the Debtor from its Durham, North Carolina facility, including the keys to that facility. Debtor's best estimate of the value of the property removed is approximately \$9,100 consisting of a refrigerator, tools, parts, a monitor, an iPad and 3 personal/laptop computers. Debtor has not filed a police report at this time since the Debtor does not know which employees were responsible for the theft.</b></p>	<p>If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received.</p> <p>List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).</p> <p><b>None.</b></p>	<p><b>March and April 2022</b></p>	<p><b>Unknown</b></p>

**Part 6: Certain Payments or Transfers****11. Payments related to bankruptcy**

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

None.

Who was paid or who received the transfer? Address	If not money, describe any property transferred	Dates	Total amount or value
<p>11.1.</p> <p><b>Binder &amp; Malter LLP 2775 Park Avenue Santa Clara, CA 95050</b></p>	<p>Debtor paid to Binder &amp; Malter, LLP on March 10, 2022 the sum of \$60,000 for preparation of the Chapter 11 petition, communications with creditors and analysis. The funds were received via wire transfer from Barry and Belinda Katz. Binder &amp; Malter, LLP also received on April 12, 2022, the sum of \$150,000 from the Debtor, also from loans from the Debtor's President. All pre-petition loans are evidenced by a promissory note, security agreement and UCC-1 filings. The funds received on April 12, 2022 were received via wire transfer from Baskin &amp; Fowler's client trust account.</p>	<p><b>March 10, 202 - \$60,000</b></p> <p><b>April 12, 2022 - \$150,000</b></p>	<p><b>\$210,000.00</b></p>

Email or website address  
[michael@bindermalter.com](mailto:michael@bindermalter.com)

Who made the payment, if not debtor?  
**Debtor**

**12. Self-settled trusts of which the debtor is a beneficiary**

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.

Do not include transfers already listed on this statement.

None.

Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value
-------------------------	-----------------------------------	---------------------------	-----------------------

**13. Transfers not already listed on this statement**

List any transfers of money or other property by sale, trade, or any other means made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

None.

Who received transfer? Address	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
-----------------------------------	---------------------------------------------------------------------------------------	---------------------------	--------------------------

**Part 7: Previous Locations****14. Previous addresses**

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

Does not apply

Address	Dates of occupancy From-To
14.1. 1001 Hill Drive Durham, NC	3/1/22 to 3/31/22
14.2. 226 James Jackson Avenue Cary, NC	1/2021 to 2/2022
14.3. 399 Grand Avenue Oakland, CA	3/1/21 to 3/14/22
14.4. 48 Chilton Avenue San Francisco, CA	12/17 to 2/28/21 Mailing address only
14.5. 160 Townsend Street San Francisco, CA	Temporary 11/2018 to 2/2019
14.6. 425 2nd Street San Francisco, CA	Temporary 11/2018 to 2/2019
14.7. 5801 Cascade Drive Chapel Hill, NC	Mailing address only

**Part 8: Health Care Bankruptcies****15. Health Care bankruptcies**

Is the debtor primarily engaged in offering services and facilities for:

- diagnosing or treating injury, deformity, or disease, or
- providing any surgical, psychiatric, drug treatment, or obstetric care?

No. Go to Part 9.

Yes. Fill in the information below.

Facility name and address	Nature of the business operation, including type of services the debtor provides	If debtor provides meals and housing, number of patients in debtor's care
---------------------------	-------------------------------------------------------------------------------------	---------------------------------------------------------------------------------

**Part 9: Personally Identifiable Information****16. Does the debtor collect and retain personally identifiable information of customers?**

No.

Yes. State the nature of the information collected and retained.

**17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or Official Form 207 Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy**

page 5

**profit-sharing plan made available by the debtor as an employee benefit?**

No. Go to Part 10.  
 Yes. Does the debtor serve as plan administrator?

#### **Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units**

##### **18. Closed financial accounts**

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?

Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

None

Financial Institution name and Address	Last 4 digits of account number	Type of account or instrument	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer

##### **19. Safe deposit boxes**

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

None

Depository institution name and address	Names of anyone with access to it Address	Description of the contents	Does debtor still have it?

##### **20. Off-premises storage**

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

None

Facility name and address	Names of anyone with access to it	Description of the contents	Does debtor still have it?
Medical Moving Solutions 1001 Hill Drive, Suite 170 Durham, NC 27703	Noah Katz 5801 Cascade Drive Chapel Hill, NC	All assets remaining in the nonresidential commercial space located at 1001 Hill Drive, Durham, North Carolina, were palletized, wrapped and moved to Medical Moving Solutions, LLC to be stored.	<input type="checkbox"/> No <input checked="" type="checkbox"/> Yes

#### **Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own**

##### **21. Property held for another**

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

None

#### **Part 12: Details About Environment Information**

For the purpose of Part 12, the following definitions apply:

*Environmental law* means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).

*Site* means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.

*Hazardous material* means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.

No.  
 Yes. Provide details below.

Case title Case number	Court or agency name and address	Nature of the case	Status of case
---------------------------	-------------------------------------	--------------------	----------------

23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?

No.  
 Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
-----------------------	---------------------------------------	-----------------------------	----------------

24. Has the debtor notified any governmental unit of any release of hazardous material?

No.  
 Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
-----------------------	---------------------------------------	-----------------------------	----------------

#### **Part 13: Details About the Debtor's Business or Connections to Any Business**

25. Other businesses in which the debtor has or has had an interest

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

None

Business name address	Describe the nature of the business	Employer Identification number Do not include Social Security number or ITIN.
25.1. <b>Artesian Future Technology, LLC 5801 Cascade Drive Chapel Hill, NC 27514</b>	<b>Build and sell gaming computers.</b>	<b>EIN: 82-3933004</b> <b>From-To 1/8/18 to 3/9/22</b>
25.2. <b>Artesian Builds, Inc. 651 N. Broad St., Suite 206 Middletown, DE 19709</b>	<b>This corporation has never operated and was never capitalized.</b>	<b>EIN: 87-1711747</b> <b>From-To 7/14/21 to present</b>

26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

None

Name and address	Date of service From-To
26a.1. <b>Elliott Davis, LLP/PLLC 5410 Trinity Road, Suite 320 Raleigh, NC 27607-6003</b>	<b>Past 3 years</b>
26a.2. <b>Cynthia Black Books 2390 15th Avenue San Francisco, CA 94116</b>	<b>Last 2 years</b>

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

None

Name and address:

BPM, LLP  
2001 N. Main Street Ste. 360  
Walnut Creek, CA 94596

Date of Service

April 2022

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

None

Name and address

If any books of account and records are unavailable, explain why

BMP, LLP  
2001 N. Main Street Ste. 360  
Walnut Creek, CA 94596

Cynthia Black Books  
2390 15th Avenue  
San Francisco, CA 94116

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

None

Name and address

**27. Inventories**

Have any inventories of the debtor's property been taken within 2 years before filing this case?

No

Yes. Give the details about the two most recent inventories.

Name of the person who supervised the taking of the inventory	Date of inventory	The dollar amount and basis (cost, market, or other basis) of each inventory
Noah Katz	4/6/22	\$274,835 (cost)

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name	Address	Position and nature of any interest	% of interest, if any
Noah Katz	5801 Cascade Drive Chapel Hill, NC 27514	President	100%

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

No

Yes. Identify below.

Name	Address	Position and nature of any interest	Period during which position or interest was held
<b>Nicholas Dankner</b>	<b>19203 Spring Meadow Drive Chapel Hill, NC 27517</b>	<b>Chief Operating Officer and person in control.</b>	<b>10/10/20 to 3/8/22</b>
<b>Brian Quinlivan</b>	<b>10629 Woodbridge St, Unit 207 North Hollywood, CA 91602</b>	<b>Chief Marketing Officer and person in control.</b>	<b>10/10/20 to 12/31/21</b>

**30. Payments, distributions, or withdrawals credited or given to insiders**

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

No  
 Yes. Identify below.

Name and address of recipient	Amount of money or description and value of property	Dates	Reason for providing the value
30.1. <b>Noah Katz</b> c/o Belinda Novik 5801 Chapel Hill Chapel Hill, NC 27514	<b>\$199,286.52</b>	<b>See attached Exhibit "B".</b>	<b>Payroll, bonuses and reimbursement of expenses.</b>
<b>Relationship to debtor</b> <b>President</b>			
30.2. <b>Brian Quinlivan</b> 10629 Woodbridge St, Unit 207 North Hollywood, CA 91602	<b>\$84,162.37</b>	<b>See attached Exhibit "A".</b>	<b>Payroll, bonuses and reimbursement of expenses.</b>
<b>Relationship to debtor</b> <b>Chief Marketing Officer and Person in control</b>			
30.3. <b>Nicholas Dankner</b> 19203 Spring Meadow Drive Chapel Hill, NC 27517	<b>\$77,823.83</b>	<b>See attached Exhibit "C".</b>	<b>Payroll and reimbursement of expenses.</b>
<b>Relationship to debtor</b> <b>Chief Operating Officer and Person in control</b>			

**31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?**

No  
 Yes. Identify below.

Name of the parent corporation	Employer Identification number of the parent corporation
--------------------------------	----------------------------------------------------------

**32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?**

No  
 Yes. Identify below.

Debtor Artesian Future Technology, LLC

Case number (*if known*) \_\_\_\_\_

**Name of the pension fund**

Artesian Future Technology, LLC 401(k) Plan.

**Employer Identification number of the pension fund**

EIN: 82-3933004

**Part 14: Signature and Declaration**

**WARNING** -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both.  
18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 5/4/22

/s/ Edward Webb

**Edward Webb**

Signature of individual signing on behalf of the debtor

Printed name

Position or relationship to debtor Responsible Individual

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

No  
 Yes

**Artesian Builds**  
**Transaction Report**  
 Brian Quinlivan - Transactions

Total: \$ 97,743.25

Date	Type	No.	Payee	Category	Memo	Total
4/15/2021	Expense		Brian Quinlivan	Payroll	General Payroll - Gusto	3,311.34
4/30/2021	Expense		Brian Quinlivan	Payroll	General Payroll - Gusto	3,311.34
5/14/2021	Expense		Brian Quinlivan	Payroll	General Payroll - Gusto	3,311.34
5/14/2021	Expense		Brian Quinlivan	Bonus	Bonus Payroll	21,171.15
5/28/2021	Expense		Brian Quinlivan	Payroll	General Payroll - Gusto	3,311.34
6/15/2021	Expense		Brian Quinlivan	Payroll	General Payroll - Gusto	3,311.34
6/30/2021	Expense		Brian Quinlivan	Payroll	General Payroll - Gusto	3,311.34
7/9/2021	Expense		Brian Quinlivan	Expense	Note: Huzzaz subscription reimbursement for Brian, credit card h	139.14
7/15/2021	Expense		Brian Quinlivan	Payroll	General Payroll - Gusto	3,311.34
7/30/2021	Expense		Brian Quinlivan	Payroll	General Payroll - Gusto	3,311.34
8/13/2021	Expense		Brian Quinlivan	Payroll	General Payroll - Gusto	3,311.34
8/31/2021	Expense		Brian Quinlivan	Payroll	General Payroll - Gusto	3,311.34
9/6/2021	Expense		Brian Quinlivan	Expense	Note: DESK from microcenter Transaction ID: 5VK13306YC4185!	2,478.24
9/15/2021	Expense		Brian Quinlivan	Payroll	General Payroll - Gusto	3,311.34
9/30/2021	Expense		Brian Quinlivan	Payroll	General Payroll - Gusto	3,311.34
10/15/2021	Expense		Brian Quinlivan	Payroll	General Payroll - Gusto	3,311.34
10/29/2021	Expense		Brian Quinlivan	Payroll	General Payroll - Gusto	3,311.34
11/15/2021	Expense		Brian Quinlivan	Payroll	General Payroll - Gusto	3,311.34
11/30/2021	Expense		Brian Quinlivan	Payroll	General Payroll - Gusto	3,461.06
12/15/2021	Expense		Brian Quinlivan	Payroll	General Payroll - Gusto	3,621.34
12/31/2021	Expense		Brian Quinlivan	Payroll	General Payroll - Gusto	3,621.34
1/14/2022	Expense		Brian Quinlivan	Payroll	Employee Pay - Justworks net wages	3,395.22
1/31/2022	Expense		Brian Quinlivan	Payroll	Employee Pay - Justworks net wages	3,395.22
2/15/2022	Expense		Brian Quinlivan	Payroll	Employee Pay - Justworks net wages	3,395.22
2/28/2022	Expense		Brian Quinlivan	Payroll	Employee Pay - Justworks net wages	3,395.22

**Artesian Builds**  
**Transaction Report**

Noah Katz - Transactions

\$ 199,286.52

Date	Account	Transaction Type	Num	Name	Memo/Description			Amount
4/15/2021	Owner's Pay & Personal Expenses	Deposit		GUSTO DES (deleted)	GUSTO PAYROLL	DES:PAY 813925 ID:6semjp1le6	INDN:Noah Katz	CO ID:XX 2,222.37
4/30/2021	Owner's Pay & Personal Expenses	Deposit		GUSTO DES (deleted)	GUSTO PAYROLL	DES:PAY 044251 ID:6semjpns19i	INDN:Noah Katz	CO ID:XX 2,222.37
5/3/2021	Rent & Lease	Expense		NOAH NOVIK KATZ	TRANSFER ARTESIAN FUTURE TECH:noahbnkatz	Confirmation# 3904125780		6,391.01
5/3/2021	Owner's Draw	Expense			FID BKG SVC LLC	DES:MONEYLINE ID:X859402261AV8EK	INDN:NOAH KATZ	CO ID:XX 100.00
5/14/2021	Owner's Pay & Personal Expenses	Deposit		GUSTO - V	GUSTO PAYROLL	DES:PAY 252820 ID:6semjpua11	INDN:Noah Katz	CO ID:X 2,222.37
5/19/2021	Owner's Pay & Personal Expenses	Expense		Tesla	Tesla			500.00
5/25/2021	Owner's Pay & Personal Expenses	Expense		MESLEE INSURANCE SERVICES	Meslee Insurance Servic			141.06
5/28/2021	Owner's Pay & Personal Expenses	Deposit		GUSTO - V	GUSTO PAYROLL	DES:PAY 453900 ID:6semjprike6	INDN:Noah Katz	CO ID:XX 2,222.37
6/1/2021	Rent & Lease	Expense		NOAH NOVIK KATZ	TRANSFER ARTESIAN FUTURE TECH:noahbnkatz	Confirmation# 0654659344		6,391.01
6/1/2021	Owner's Draw	Expense		FID BKG SVC LLC	FID BKG SVC LLC	DES:MONEYLINE ID:X859402261COV9T	INDN:NOAH KATZ	CO ID:XX 100.00
6/1/2021	Owner's Pay & Personal Expenses	Expense		TESLA MOTORS	TESLA MOTORS	DES:TESLA MOTO ID:2N3GDBW/WGEOBAI	INDN:NOAH KATZ	CO ID:XX 18,680.70
6/4/2021	Owner's Pay & Personal Expenses	Expense		TESLA MOTORS	TESLA MOTORS	DES:TESLA MOTO ID:2N4JMWZNY7NXOSW	INDN:NOAH KATZ	CO ID:XX 16,000.00
6/15/2021	Owner's Pay & Personal Expenses	Deposit		GUSTO - V	GUSTO PAYROLL	DES:PAY 717952 ID:6semjpui13	INDN:Noah Katz	CO ID:X 2,222.37
6/19/2021	Owner's Pay & Personal Expenses	Expense		STONEROOT INC	SQ *STONEROOT INC.	Oakland CA		80.43
6/19/2021	Owner's Pay & Personal Expenses	Expense		CAPN MIKES HOLY SMOKE	CAPN MIKES HOLY SMOKE	ROHNERT PARK CA		76.35
6/19/2021	Owner's Pay & Personal Expenses	Expense		TRIPLE DELIGHT BLUEBE	SQ *TRIPLE DELIGHT BLUEBE	Oakland CA		16.00
6/26/2021	Owner's Pay & Personal Expenses	Expense		PAF INSURANCE SERVICES LL	Tesla Insurance Servic			141.06
6/30/2021	Owner's Pay & Personal Expenses	Deposit		GUSTO - V	GUSTO PAYROLL	DES:PAY 934335 ID:6semjq0bk8g	INDN:Noah Katz	CO ID:X 2,222.37
7/1/2021	Rent & Lease	Expense		NOAH NOVIK KATZ	TRANSFER ARTESIAN FUTURE TECH:noahbnkatz	Confirmation# 0113912154		6,391.01
7/1/2021	Owner's Draw	Expense		FID BKG SVC LLC	FID BKG SVC LLC	DES:MONEYLINE ID:X859402261EMARM	INDN:Noah Katz	CO ID:XX 100.00
7/11/2021	Owner's Pay & Personal Expenses	Expense	1T5620	Williamsburg Garment Co.	Your order from Williamsburg Garment Co. -			5.00
7/11/2021	Owner's Pay & Personal Expenses	Expense	349596	Williamsburg Garment Co.	Your order from Williamsburg Garment Co. -			250.00
7/13/2021	Owner's Pay & Personal Expenses	Expense		SNAKE RIVER FARMS	SNAKE RIVER FARMS	208-338-2500 ID		77.99
7/15/2021	Owner's Pay & Personal Expenses	Deposit		GUSTO - V	GUSTO PAYROLL	DES:PAY 133158 ID:6semjq2gqju	INDN:Noah Katz	CO ID:X 2,222.37
7/17/2021	Owner's Pay & Personal Expenses	Expense		WEAR GUSTIN	WWW.WEARGUSTIN.COM	HTTPSPWWW.WEARVA		167.87
7/18/2021	Owner's Pay & Personal Expenses	Expense		CHURK WORK SHOP	Training			575.00
7/18/2021	Owner's Pay & Personal Expenses	Expense		CHURK WORK SHOP	SP * CHURK WORK SHOP	WWW.CHURKWORKCA		552.00
7/21/2021	Owner's Pay & Personal Expenses	Expense			CSS			80.00
7/25/2021	Owner's Pay & Personal Expenses	Expense		AVOCADO ORGANIC	SP * AVOCADOORGANIC	AVOCADOORGANICA		139.99
7/26/2021	Owner's Pay & Personal Expenses	Expense		PAF INSURANCE SERVICES LL	Tesla Insurance Servic			141.06
7/26/2021	Owner's Pay & Personal Expenses	Expense		Check	Bill Pay Check			927.54
7/30/2021	Owner's Pay & Personal Expenses	Deposit		GUSTO - V	GUSTO PAYROLL	DES:PAY 446673 ID:6semjq568ap	INDN:Noah Katz	CO ID:X 2,222.37
8/2/2021	Rent & Lease	Expense		NOAH NOVIK KATZ	TRANSFER ARTESIAN FUTURE TECH:noahbnkatz	Confirmation# 1890312914		6,391.01
8/2/2021	Owner's Draw	Expense		FID BKG SVC LLC	FID BKG SVC LLC	DES:MONEYLINE ID:X859402261GH9AY	INDN:Noah Katz	CO ID:XX 100.00
8/13/2021	Owner's Pay & Personal Expenses	Expense			Two workouts			120.00
8/13/2021	Owner's Pay & Personal Expenses	Deposit		GUSTO - V	GUSTO PAYROLL	DES:PAY 677368 ID:6semjq75m6m	INDN:Noah Katz	CO ID:XX 2,222.37
8/16/2021	Owner's Pay & Personal Expenses	Expense			CKO'Sideshow Toy	805-2142100 CA		491.52
8/17/2021	Owner's Draw	Expense			CA TLR cash withdrawal from CHK 8864		Banking Ctr GRAND LAKE	#00005: 7,000.00
8/21/2021	Owner's Pay & Personal Expenses	Expense			3 workouts			180.00
8/26/2021	Owner's Pay & Personal Expenses	Expense		PAF INSURANCE SERVICES LL	Tesla Insurance Servic			141.06
8/30/2021	Owner's Pay & Personal Expenses	Expense			3 workouts			180.00
8/30/2021	Owner's Pay & Personal Expenses	Expense			SNAKE RIVER FARMS	208-338-2500 ID		118.36
8/31/2021	Owner's Pay & Personal Expenses	Deposit		GUSTO - V	GUSTO PAYROLL	DES:PAY 033617 ID:6semjq9r2oi	INDN:Noah Katz	CO ID:XX 2,222.37
9/1/2021	Rent & Lease	Expense		NOAH NOVIK KATZ	TRANSFER ARTESIAN FUTURE TECH:noahbnkatz	Confirmation# 1349580484		6,391.01
9/1/2021	Owner's Draw	Expense		FID BKG SVC LLC	FID BKG SVC LLC	DES:MONEYLINE ID:X859402261IFQ76	INDN:Noah Katz	CO ID:XX 100.00
9/3/2021	Owner's Draw	Expense			JPMorgan Chase DES:Ext Trnsfr ID:XXXXX863592			927.54
9/4/2021	Owner's Pay & Personal Expenses	Expense			2 workouts			120.00
9/4/2021	Owner's Pay & Personal Expenses	Deposit			Shirt			20.00
9/7/2021	Owner's Pay & Personal Expenses	Expense		HARRY & DAVID	HAD'HARRY & DAVID	800-345-5655 OR		28.10
9/7/2021	Owner's Pay & Personal Expenses	Expense		HARRY & DAVID	HAD'HARRY & DAVID	800-345-5655 OR		61.49
9/10/2021	Owner's Pay & Personal Expenses	Expense		DARN TOUGH	SP * DARN TOUGH	DARNTOUGH.MYSVT		24.15
9/10/2021	Owner's Pay & Personal Expenses	Expense		HARRY & DAVID	HAD'HARRY & DAVID	800-345-5655 OR		36.04
9/12/2021	Owner's Pay & Personal Expenses	Expense			2 workouts			120.00
9/15/2021	Owner's Pay & Personal Expenses	Expense		STAY SIXTY	SP * STAYSIXTY	LONDON		94.61
9/15/2021	Owner's Pay & Personal Expenses	Deposit		GUSTO - V	GUSTO PAYROLL	DES:PAY 264571 ID:6semjq79ri	INDN:Noah Katz	CO ID:XX 2,222.37
9/20/2021	Owner's Pay & Personal Expenses	Expense			Workouts this week			180.00
9/24/2021	Owner's Draw	Expense			JPMorgan Chase DES:Ext Trnsfr ID:XXXXX227257			973.92
9/24/2021	Owner's Pay & Personal Expenses	Expense		SNAKE RIVER FARMS	SNAKE RIVER FARMS	208-338-2500 ID		89.99
9/24/2021	Owner's Pay & Personal Expenses	Expense		ANDY AN AND	SP * ANDY ANAND CHOCOL	HTTPSSANDYANANCA		49.12
9/25/2021	Owner's Pay & Personal Expenses	Expense			Good job uping your weights!			180.00
9/25/2021	Owner's Pay & Personal Expenses	Expense		THE LEMON SQUARE	THELEMONSQUARE.CA	VANCOUVER BC		33.24
9/27/2021	Owner's Pay & Personal Expenses	Expense		PAF INSURANCE SERVICES LL	Tesla Insurance Servic			141.06
9/28/2021	Owner's Pay & Personal Expenses	Expense		ANDY AN AND	SP * ANDY ANAND CHOCOL	HTTPSSANDYANANCA		55.83
9/28/2021	Owner's Pay & Personal Expenses	Credit Card Credit		ANDY AN AND	SP * ANDY ANAND CHOCOL	HTTPSSANDYANANCA		55.83
9/29/2021	Owner's Pay & Personal Expenses	Expense		SNAKE RIVER FARMS	SNAKE RIVER FARMS	208-338-2500 ID		91.99
9/29/2021	Owner's Pay & Personal Expenses	Expense		SNAKE RIVER FARMS	SNAKE RIVER FARMS	208-338-2500 ID		93.33
9/30/2021	Owner's Pay & Personal Expenses	Deposit		GUSTO - V	GUSTO PAYROLL	DES:PAY 507391 ID:6semjqefh75	INDN:Noah Katz	CO ID:X 2,222.37
10/1/2021	Rent & Lease	Expense		NOAH NOVIK KATZ	TRANSFER ARTESIAN FUTURE TECH:noahbnkatz	Confirmation# 1308742704		6,391.01
10/1/2021	Owner's Draw	Expense		FID BKG SVC LLC	FID BKG SVC LLC	DES:MONEYLINE ID:X859402261K6NRN	INDN:Noah Katz	CO ID:XX 100.00
10/4/2021	Owner's Pay & Personal Expenses	Expense			Getting stronger			180.00
10/5/2021	Owner's Draw	Expense			JPMorgan Chase DES:Ext Trnsfr ID:XXXXX883321			927.54
10/8/2021	Owner's Pay & Personal Expenses	Expense			Workouts			180.00
10/15/2021	Owner's Pay & Personal Expenses	Deposit			GUSTO PAYROLL	DES:PAY 794951 ID:6semjq8shp	INDN:Noah Katz	CO ID:X 2,222.37
10/17/2021	Owner's Pay & Personal Expenses	Expense			Workout			180.00
10/23/2021	Owner's Pay & Personal Expenses	Expense			Strong biceps			180.00
10/26/2021	Owner's Pay & Personal Expenses	Deposit			BKOFAMERICA MOBILE 10/26 3611006752 DEPOSIT		*MOBILE NC	364.00
10/29/2021	Owner's Pay & Personal Expenses	Deposit			GUSTO PAYROLL	DES:PAY 063600 ID:6semjqibm5	INDN:Noah Katz	CO ID:X 2,222.37
11/1/2021	Rent & Lease	Expense		NOAH NOVIK KATZ	TRANSFER ARTESIAN FUTURE TECH:noahbnkatz	Confirmation# 0276660118		6,391.01

11/1/2021	Owner's Draw	Expense	FID BKG SVC LLC	FID BKG SVC LLC DES:MONEYLINE ID:X859402261LYQW1	INDN:NOAH KATZ	C	100.00
11/1/2021	Owner's Pay & Personal Expenses	Deposit		BKOFAMERICA MOBILE 11/01 3615461008 DEPOSIT	*MOBILE	NC	938.00
11/3/2021	Owner's Draw	Expense		JPMorgan Chase DES:Ext Trnsfr ID:XXXXX545907	INDN:ARTESIAN FUTURE TECHNO I		927.54
11/12/2021	Owner's Pay & Personal Expenses	Deposit		BKOFAMERICA MOBILE 11/12 3624057982 DEPOSIT	*MOBILE	NC	69.82
11/12/2021	Owner's Pay & Personal Expenses	Deposit		BKOFAMERICA MOBILE 11/12 3618596091 DEPOSIT	*MOBILE	NC	9,105.31
11/15/2021	Owner's Pay & Personal Expenses	Deposit		GUSTO PAYROLL DES:PAY 565593 ID:6semjqmab3h	INDN:Noah Katz	CO ID:2	2,222.37
11/30/2021	Owner's Pay & Personal Expenses	Deposit		GUSTO PAYROLL DES:PAY 787190 ID:6semjqol3il	INDN:Noah Katz	CO ID:XX9	2,222.37
12/1/2021	Owner's Draw	Expense	FID BKG SVC LLC	FID BKG SVC LLC DES:MONEYLINE ID:X85940226 GBRO	INDN:NOAH KATZ	CC	100.00
12/1/2021	Rent & Lease	Expense	Noah Katz	TRANSFER ARTESIAN FUTURE TECH:noahbnkatz	Confirmation# 0136098410		6,391.01
12/3/2021	Owner's Draw	Expense		JPMorgan Chase DES:Ext Trnsfr ID:XXXXX404555	INDN:ARTESIAN FUTURE TECHNO I		927.54
12/6/2021	Owner's Pay & Personal Expenses	Expense		Yay three workouts!			180.00
12/11/2021	Owner's Pay & Personal Expenses	Expense		Working out			180.00
12/15/2021	Owner's Pay & Personal Expenses	Deposit		GUSTO PAYROLL DES:PAY 081756 ID:6semjqre9hn	INDN:Noah Katz	CO ID:X	2,222.37
12/31/2021	Owner's Pay & Personal Expenses	Deposit		GUSTO PAYROLL DES:PAY 424306 ID:6semjqu5ubs	INDN:Noah Katz	CO ID:X	2,222.37
1/1/2022	Owner's Pay & Personal Expenses	Expense		Art			15.00
1/3/2022	Owner's Draw	Expense		FID BKG SVC LLC DES:MONEYLINE ID:X85940226 2IU1Y	INDN:NOAH KATZ	CO	100.00
1/4/2022	Owner's Draw	Expense		JPMorgan Chase DES:Ext Trnsfr ID:XXXXX118847	INDN:ARTESIAN FUTURE TECHNO I		927.54
1/4/2022	Owner's Pay & Personal Expenses	Expense		Ultimaker			660.00
1/14/2022	Owner's Pay & Personal Expenses	Deposit		C77727 ARTESIAN DES:DIR DEP ID:603CCECD7BC432	INDN:KATZ NOAH N NOAH		4,107.96
1/14/2022	Payroll	Expense	Payroll	Employee Pay - Justworks net wages			4,107.96
1/18/2022	Owner's Pay & Personal Expenses	Deposit		BKOFAMERICA MOBILE 01/18 3658220209 DEPOSIT	*MOBILE	NC	133.00
1/24/2022	Owner's Pay & Personal Expenses	Expense		VENMO DES:PAYMENT ID:XXXXX02315993	INDN:NOAH KATZ	CO ID:X	500.00
1/31/2022	Owner's Pay & Personal Expenses	Deposit		C77727 ARTESIAN DES:DIR DEP ID:2C00D8A1B78AD7	INDN:KATZ NOAH N NOAH		4,107.96
1/31/2022	Owner's Pay & Personal Expenses	Deposit		Accidental personal charge.			8.00
1/31/2022	Payroll	Expense	Payroll	Employee Pay - Justworks net wages			4,107.96
2/1/2022	Owner's Pay & Personal Expenses	Expense		FID BKG SVC LLC DES:MONEYLINE ID:X85940226 4QGTR	INDN:NOAH KATZ	CC	100.00
2/2/2022	Owner's Pay & Personal Expenses	Expense		Zelle Transfer Conf# w9lqcsjh3; SWOODY'S FITNESS LLC			720.00
2/3/2022	Owner's Pay & Personal Expenses	Expense		JPMorgan Chase DES:Ext Trnsfr ID:XXXXX321879	INDN:ARTESIAN FUTURE TECHNO I		927.54
2/9/2022	Owner's Pay & Personal Expenses	Expense		Zelle Transfer Conf# vtee5ueo1; JOSE			560.00
2/14/2022	Owner's Pay & Personal Expenses	Deposit		BKOFAMERICA MOBILE 02/15 3687797896 DEPOSIT	*MOBILE	NC	213.00
2/14/2022	Owner's Pay & Personal Expenses	Deposit		BKOFAMERICA MOBILE 02/15 3681573033 DEPOSIT	*MOBILE	NC	895.00
2/15/2022	Owner's Pay & Personal Expenses	Expense		External transfer fee - 3 Day - 02/14/2022 Confirmation: 375265390			3.00
2/15/2022	Owner's Pay & Personal Expenses	Deposit		C77727 ARTESIAN DES:DIR DEP ID:FB7396BDD2030D	INDN:KATZ NOAH N NOAH		4,107.96
2/15/2022	Payroll	Expense	Payroll	Employee Pay - Justworks net wages			4,107.96
2/28/2022	Owner's Pay & Personal Expenses	Expense		Zelle Transfer Conf# rq02lwkh4; JOSE			600.00
2/28/2022	Owner's Pay & Personal Expenses	Expense		Zelle Transfer Conf# hde2v6gd; KHUONG			1,800.00
2/28/2022	Owner's Pay & Personal Expenses	Deposit		C77727 ARTESIAN DES:DIR DEP ID:4CAF0937B3FA1	INDN:KATZ NOAH N NOAH		4,107.96
2/28/2022	Payroll	Expense	Payroll	Employee Pay - Justworks net wages			4,107.96
3/1/2022	Owner's Pay & Personal Expenses	Expense	FID BKG SVC LLC	FID BKG SVC LLC DES:MONEYLINE ID:X85940226 6LSIJ	INDN:NOAH KATZ	CO I	100.00
3/1/2022	Owner's Pay & Personal Expenses	Expense		Zelle Transfer Conf# uyquify6; SWOODY'S FITNESS LLC			780.00
3/3/2022	Owner's Pay & Personal Expenses	Expense		JPMorgan Chase DES:Ext Trnsfr ID:XXXXX997295	INDN:ARTESIAN FUTURE TECHNO I		927.54
3/23/2022	Owner's Pay & Personal Expenses	Deposit		BKOFAMERICA MOBILE 03/23 XXXXX94856 DEPOSIT	*MOBILE	NC	23.50

# EXHIBIT "C"

## Artesian Builds Transaction Report

4/15/2021 - 4/15/2022

Nicholas Dankner - Transactions

**Total \$ 77,823.83**

Date	Type	No.	Payee	Category	Memo	Total
04/15/2021			Nicholas Dankner	Payroll	General Payroll - Gusto	3,799.02
04/30/2021			Nicholas Dankner	Payroll	General Payroll - Gusto	3,799.02
04/30/2021			Nicholas Dankner	Reimbursement	Reimbursement - Gusto	620.50
05/14/2021			Nicholas Dankner	Payroll	General Payroll - Gusto	3,799.02
05/28/2021			Nicholas Dankner	Payroll	General Payroll - Gusto	3,799.02
05/28/2021			Nicholas Dankner	Reimbursement	Reimbursement - Gusto	504.72
05/28/2021			Nicholas Dankner	Payroll	Off Cycle Payroll	184.70
06/15/2021			Nicholas Dankner	Payroll	General Payroll - Gusto	3,799.02
06/30/2021			Nicholas Dankner	Payroll	General Payroll - Gusto	3,799.02
06/30/2021			Nicholas Dankner	Reimbursement	Reimbursement - Gusto	504.72
07/15/2021			Nicholas Dankner	Payroll	General Payroll - Gusto	3,799.02
07/30/2021			Nicholas Dankner	Payroll	General Payroll - Gusto	3,799.02
08/13/2021			Nicholas Dankner	Payroll	General Payroll - Gusto	3,799.02
08/31/2021			Nicholas Dankner	Payroll	General Payroll - Gusto	3,799.02
09/15/2021			Nicholas Dankner	Payroll	General Payroll - Gusto	3,799.02
09/15/2021			Nicholas Dankner	Reimbursement	Reimbursement - Gusto	1,009.44
09/30/2021			Nicholas Dankner	Payroll	General Payroll - Gusto	3,799.02
10/15/2021			Nicholas Dankner	Payroll	General Payroll - Gusto	3,799.02
10/15/2021			Nicholas Dankner	Reimbursement	Reimbursement - Gusto	504.72
10/29/2021			Nicholas Dankner	Payroll	General Payroll - Gusto	3,799.02
11/15/2021			Nicholas Dankner	Payroll	General Payroll - Gusto	3,799.02
11/19/2021			Nicholas Dankner	Reimbursement	Reimbursement - Gusto	1,049.06
11/30/2021			Nicholas Dankner	Payroll	General Payroll - Gusto	3,799.02
11/30/2021			Nicholas Dankner	Reimbursement	Reimbursement - Gusto	1,009.44
12/15/2021			Nicholas Dankner	Payroll	General Payroll - Gusto	3,799.02
12/31/2021			Nicholas Dankner	Payroll	General Payroll - Gusto	3,799.02
12/31/2021			Nicholas Dankner	Reimbursement	Reimbursement - Gusto	504.72
12/31/2021			Nicholas Dankner	Payroll	Off Cycle Payroll	3,549.45

## Exhibit D

### Inventory Stolen by Former Employees - Durham, NC

Item	Price	Quantity	Price total	Notes
			\$ 9,130.00	Or more
Refrigerator	\$ 1,000.00	1	\$ 1,000.00	
Hepa filter unit	\$ 200.00	1	\$ 200.00	
Microphones	\$ 250.00	4	\$ 1,000.00	shotgun style
Webcams	\$ 120.00	4	\$ 480.00	logitech brio type
streamdecks	\$ 100.00	4	\$ 400.00	
elgato facecam	\$ 250.00		\$ 250.00	
XLR interface for mics	\$ 500.00	1	\$ 500.00	
Acer monitor (red base found without unit)	\$ 300.00	1	\$ 300.00	
Ipad (used for clocking in/out)	\$ 400.00	1	\$ 400.00	found its case, ripped off
Tools (screwdrivers and hand tools)	\$ 50.00	8	\$ 400.00	unknown exact type
desktop Pcs	\$ 1,500.00	2	\$ 3,000.00	
Mobile Pcs?	\$ 1,200.00	1	\$ 1,200.00	

**United States Bankruptcy Court**  
**Northern District of California**

In re **Artesian Future Technology, LLC**

Debtor(s)

Case No.  
Chapter

**11**

**STATEMENT PURSUANT TO RULE 2016(B)**

The undersigned, pursuant to Rule 2016(b), Bankruptcy Rules, states that:

1. The undersigned is the attorney for the debtor(s) in this case.
2. The compensation paid or agreed to be paid by the debtor(s), to the undersigned is:
  - a) For legal services rendered or to be rendered in contemplation of and in connection with this case .....
  - b) Prior to the filing of this statement, debtor(s) have paid .....
  - c) The unpaid balance due and payable is .....

\$	<b>208,262.00</b>
\$	<b>208,262.00</b>
\$	<b>0.00</b>
3. \$ **1,738.00** of the filing fee in this case has been paid.
4. The Services rendered or to be rendered include the following:
  - a. Analysis of the financial situation, and rendering advice and assistance to the debtor(s) in determining whether to file a petition under title 11 of the United States Code.
  - b. Preparation and filing of the petition, schedules, statement of affairs and other documents required by the court.
  - c. Representation of the debtor(s) at the meeting of creditors.
5. The source of payments made by the debtor(s) to the undersigned was from earnings, wages and compensation for services performed, and
6. The source of payments to be made by the debtor(s) to the undersigned for the unpaid balance remaining, if any, will be from earnings, wages and compensation for services performed, and
7. The undersigned has received no transfer, assignment or pledge of property from debtor(s) except the following for the value stated:
8. The undersigned has not shared or agreed to share with any other entity, other than with members of undersigned's law firm, any compensation paid or to be paid except as follows:
9. Debtor paid to Binder & Malter, LLP the sum of \$60,000 on March 10, 2022. The Debtor also paid to Binder & Malter, a further pre-petition retainer on April 12, 2022 in the sum of \$150,000. Prior to the filing of the within petition, attorney for the Debtor incurred pre-petition fees and costs in the preparation of the petition, communications with creditors and analysis in the sum of \$99,382.28, leaving a pre-petition retainer for this Chapter 11 case in the sum of \$108,879.72.

The funds that were paid to Binder & Malter, LLP were derived from loans to the Debtor from the President and CEO's parents, Barry and Belinda Katz. Both loans were evidence by a Secured Promissory Note and UCC-1 filing in California as well as North Carolina. The initial funds paid on March 10, 2022 were received via wire transfer from Barry and Belinda Katz. The funds received on April 12, 2022, were received via wire transfer from Baskin & Fowler's client trust account.

**STATEMENT PURSUANT TO RULE 2016(B)**  
(Continuation Sheet)

5/4/22

Dated: \_\_\_\_\_

Respectfully submitted,

/s/ Michael W. Malter

---

Attorney for Debtor: **Michael W. Malter #96533**

**Binder & Malter, LLP**

**2775 Park Avenue**

**Santa Clara, CA 95050**

**(408) 295-1700 Fax: (408) 295-1531**

**Michael@bindermalter.com**

United States Bankruptcy Court  
Northern District of California

In re Artesian Future Technology, LLC

Debtor(s)

Case No. 22-40396-CN  
Chapter 11

**LIST OF EQUITY SECURITY HOLDERS**

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
<b>Noah Katz c/o Belinda Novik 5801 Chapel Hill Chapel Hill, NC 27514</b>	<b>100%</b>		

**DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP**

I, the **CEO** of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date 5/4/22

Signature /s/ Edward Webb

**Edward Webb, Responsible Individual**

*Penalty for making a false statement of concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.  
18 U.S.C. §§ 152 and 3571.*

United States Bankruptcy Court  
Northern District of California

In re Artesian Future Technology, LLC

Debtor(s)

Case No. 22-40396-CN  
Chapter 11

**CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)**

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for Artesian Future Technology, LLC in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

■ None [*Check if applicable*]

5/4/22

/s/ Michael W. Malter

Date

**Michael W. Malter #96533**

Signature of Attorney or Litigant  
Counsel for Artesian Future Technology, LLC  
**Binder & Malter, LLP**  
**2775 Park Avenue**  
**Santa Clara, CA 95050**  
**(408) 295-1700 Fax:(408) 295-1531**  
**Michael@bindermalter.com**